

L25931

Bank of America



October 30, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Bank of America
Legal Department
NC1-002-29-01
101 South Tryon Street
Charlotte, NC 28255

Tel 704.386.1621
Fax 704.387.0108

Writers Direct Dial:
704.386.7483

To Whom It May Concern:

Enclosed for filing are one original and one copy of Articles of Merger.

Also enclosed is our check in the amount of \$105.00 in payment of the filing fee (3 corporations @ \$35.00 each).

Please return a file-stamped copy of the Articles to my attention in the enclosed envelope.

If you have any questions, please contact me at 704/386-7483. Thank you for your assistance.

Best regards,

Brenda Mareski, CLA
Assistant Vice President

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****105.00 ****105.00

Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ms. Mareski GAVE

AUTHORIZATION BY PHONE (X)

CORRECT file merger as of 11/13/01, date we received document by Air borne

DATE Tu 11/29/01

DOC. EXAM. Tu 11/29/01

EFFECTIVE DATE
11-15-01

merger

T. LEWIS NOV 26 2001



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ARTICLES OF MERGER
Merger Sheet

MERGING:

CREDITQUICK, INC., a Florida entity, L25931
CREDITQUICK FINANCE COMPANY, a Florida entity, L25935

INTO

BANC OF AMERICA FACILITIES LEASING, INC., a Delaware entity not
qualified in Florida.

File date: November 13, 2001, effective November 15, 2001

Corporate Specialist: Thelma Lewis

PLAN OF MERGER
(Non Subsidiaries)

The following plan of merger is submitted in compliance with section 607.1101, F.S. and in accordance with the laws of any other applicable jurisdiction of incorporation.

First: The name and jurisdiction of the surviving corporation:

<u>Name</u>	<u>Jurisdiction</u>
Banc of America Facilities Leasing, Inc.	Delaware

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>
CreditQuick, Inc.	Florida
CreditQuick Finance Company	Florida

Third: The terms and conditions of the merger are as follows:

CreditQuick, Inc. and CreditQuick Finance Company will merge with and into Banc of America Facilities Leasing, Inc., which will survive. The articles of incorporation, bylaws, directors and officers of Banc of America Facilities Leasing, Inc. shall continue to be the articles of incorporation, bylaws, directors and officers of the surviving corporation.

Fourth: The manner and basis of converting the shares of each corporation into shares, obligations, or other securities of the surviving corporation or any other corporation or, in whole or in part, into cash or other property and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations, or other securities of the surviving or any other corporation or, in whole or in part, into cash or other property are as follows:

Each share of capital stock of Banc of America Facilities Leasing, Inc. issued and outstanding at the time of the Merger shall remain issued and outstanding. Each share of capital stock of CreditQuick, Inc. and CreditQuick Finance Company issued and outstanding at the effective time of the Merger shall be cancelled and no consideration shall be issued or paid with respect thereto.

(Attach additional sheets if necessary)

THE FOLLOWING MAY BE SET FORTH IF APPLICABLE:

Amendments to the articles of incorporation of the surviving corporation are indicated below or attached as an exhibit:

OR

Restated articles are attached:

Other provisions relating to the merger are as follows: